

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

In re **International Filter Solutions, Inc.**Case No. **10-51383**Chapter **7****FILED****APR 21 2010**

U.S. BANKRUPTCY COURT
BY *[Signature]* **DEPUTY**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors also must complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	\$0.00		
B - Personal Property	Yes	5	\$194,721.91		
C - Property Claimed as Exempt	No				
D - Creditors Holding Secured Claims	Yes	1		\$169,624.71	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	1		\$0.00	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	7		\$423,788.90	
G - Executory Contracts and Unexpired Leases	Yes	1			
H - Codebtors	Yes	1			
I - Current Income of Individual Debtor(s)	No				N/A
J - Current Expenditures of Individual Debtor(s)	No				N/A
TOTAL		17	\$194,721.91	\$593,413.61	

In re International Filter Solutions, Inc.

Case No. 10-51383

(if known)

SCHEDULE A - REAL PROPERTY

Description and Location of Property	Nature of Debtor's Interest in Property	Current Value of Debtor's Interest in Property, Without Deducting Any Secured Claim or Exemption	Amount Of Secured Claim
None			

Total:

(\$0.00)
(Report also on Summary of Schedules)

In re International Filter Solutions, Inc.

Case No. 10-51383

(if known)

SCHEDULE B - PERSONAL PROPERTY

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
1. Cash on hand.	X		
2. Checking, savings or other financial accounts, certificates of deposit or shares in banks, savings and loan, thrift, building and loan, and home-stead associations, or credit unions, brokerage houses, or cooperatives.	X	TexStar National Bank - operating checking account ending 6178 Broadway Bank - est. balance in operating checking ending 7085. Broadway Bank - payroll account ending 7086	\$41.98 \$59.90 \$5.03
3. Security deposits with public utilities, telephone companies, landlords, and others.	X		
4. Household goods and furnishings, including audio, video and computer equipment.	X		
5. Books; pictures and other art objects; antiques; stamp, coin, record, tape, compact disc, and other collections or collectibles.	X		
6. Wearing apparel.	X		
7. Furs and jewelry.	X		
8. Firearms and sports, photographic, and other hobby equipment.	X		
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X		
10. Annuities. Itemize and name each issuer.	X		

In re International Filter Solutions, Inc.

Case No. 10-51383

(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 1

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X		
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X		
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X		
14. Interests in partnerships or joint ventures. Itemize.	X		
15. Government and corporate bonds and other negotiable and non-negotiable instruments.	X		
16. Accounts receivable.		est. customer accounts receivable est. accounts receivable - HydroC Currently, this is an uncollectible account, Hydro Composites LLC ("Hydro") is a company that was a supplier to International Filter Solutions, Inc. ("IFS") (both companies had the same owners). Hydro has operated at a loss/ break-even since created 08/2007. IFS provided funds i.e. to make payroll or purchase materials,etc. for Hydro over past 2 1/2 years or so. These transactions are listed under accounts receivable on IFS balance sheet but appears to be a line of credit that was provided from IFS to Hydro. In the beginning of Hydro, IFS was basically Hydro's sole customer and IFS relied upon Hydro to provide its	\$1,150.00 Unknown

In re International Filter Solutions, Inc.

Case No. 10-51383

(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 2

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X	primary component of its filters that IFS sold to its customers. From reviewing financials, actually, IFS should have had a higher cost of goods sold amount that should have been paid to Hydro and therefore, showing less profit and reducing this line of credit or basically wash account to Hydro.	
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	X		
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X		
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X		
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X		
22. Patents, copyrights, and other intellectual property. Give particulars.	X		

In re **International Filter Solutions, Inc.**Case No. 10-51383

(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 3

Type of Property	None	Description and Location of Property	Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
23. Licenses, franchises, and other general intangibles. Give particulars.	X		
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X		
25. Automobiles, trucks, trailers, and other vehicles and accessories.	X		
26. Boats, motors, and accessories.	X		
27. Aircraft and accessories.	X		
28. Office equipment, furnishings, and supplies.	X		
29. Machinery, fixtures, equipment, and supplies used in business.		Assets of IFS as attached hereto as Exhibit "A" Currently, access to the assets of IFS has been denied due to Undertoe, LLC (the landlord) and/or Burton Nichols changing the locks at the location of 13636 W IH 10, Marion TX 78124. (Broadway has first lien security agreement against IFS equipment & inventory) (2nd lien held by Community Development Loan Fund, Inc.)	\$193,465.00
30. Inventory.	X		
31. Animals.	X		

In re International Filter Solutions, Inc.

Case No. 10-51383

(if known)

SCHEDULE B - PERSONAL PROPERTY

Continuation Sheet No. 4

Type of Property	None	Description and Location of Property		Current Value of Debtor's Interest in Property, Without Deducting any Secured Claim or Exemption
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

(Include amounts from any continuation sheets attached. Report total also on Summary of Schedules.)

4

_ continuation sheets attached

Total >

\$194,721.91

Manufacturing and Warehouse Equipment from International Filter Solutions, Inc.

Description	Price
Sector Technologies- 2007 Prostar CNC Plasma Cutter with 6 ft x 10 ft water table and dual gear driven gantry. Skid-Opcon w/ misc hardware, Skid-micro edge, 16 ft rails, pedestals and Hypertherm powermax 1250 plasma cutter. Cuts material up to 3/4" thick	\$30,000.00
Custom bead machine system for manufacturing "enhanced nitrification" media. 15 hp 3 phase Baldor motor with variable frequency drive for controlling roller speed and single phase inverter. 500 lb hopper capacity, 440 hardened steel machined rollers, heavy duty roller bearings and transmission. Shaker table system with vacuum and blower for cleaning then moving media into a 9,000 lb polyethylene storage bin with dump valve. Entire crushing machine is mounted on a steel platform with staircase for access. System can run as much as 1000 lbs/ hr.	\$30,000.00
Miller: 2007 Millermatic 350P Wire feed Mig Welder setup for Aluminum or Stainless Steel welding. Unit includes Python stinger and digital settings. Uses helium or argon gas for shield.	\$1,750.00
5086 1/8" perforated aluminum sheet with 1/8" holes on a 3/16" stagger, 40% open area. (24) 84" x 48" sheets for use with PG50 filters and (30) 96" x 48" sheets for use with PG75 filters. **requires 2 sheets per filter screen. Includes (13) 24 ft sticks of 2" square 6063 aluminum tubing for screen supports and 1" x 2" square tubing for trigger supports.	\$3,000.00
Large pvc fittings and pipe for PG50 and 75 construction along with distributions plates. Includes 4" to 8" fittings of a variety of types.	\$2,385.00
Large variety of 316 ss bolt, washers and nuts for screen retention, air chambers, windows. Bolt sizes range from 1/4" to 3/4" bolts	\$650.00
Jet GH-1440W-1 metal lathe and tooling accessories. Includes several chucks, tooling blades, machinist reference books and more.	\$4,000.00
2001 Nissan 80, 8,000 lb dual wheel propane forklift w/ 8 ft forks. 3300 hrs	\$10,000.00
1996 Mitsubishi 2,500 lb propane forklift. Includes extended forks	\$2,500.00
9 ft x 24" shelving in assembly area (11 uprights and 50 beams) with grating 20 ft x 42" shelving (11 uprights and 30 beams) 14 and 16 ft x 42" shelving (34 uprights and 116 beams) with some cross bracing Extra beams included Total all uprights: 60 Total al beams: 215 Heavy beam sheet rack with 4 shelves	\$4,000.00
Delta vertical bench and disk sander. Includes stand, 120 volt	\$300.00
96" x 48" x 3/8" thick steel work tables (qty 2)	\$400.00
2008 Steel City 10" Commercial table saw with 96" x 96" cutting area table, 220 volt, single phase	\$750.00
Dayton 6" vertical band saw with diamond grit blade	\$250.00
Spare baldor 10 hp motor for Bead Machine Single phase 220v	\$350.00
Office shipping scale for packages and mail	\$50.00
Large polytank storage bin with stand capacity 9,000 lbs	\$1,500.00
All office computers (6 units) of various types	\$750.00
Office HP lazer multi function fax, copier, scanner, printer	\$100.00

Exhibit "A"

HP deskjet printer	\$35.00
HP deskjet 5600 printer	\$35.00
Office file cabinets	\$150.00
Office furniture, desks, chairs, credenzas	\$750.00
Steel Molds for rotomolding PG2 filter and PG7 distribution located at Polytank, Inc. Litchfield, MN	\$4,000.00
Cast Aluminum Mold for rotomolding PG7 filter located at Diamond Plastics Dunkirk, OH	\$35,000.00
Cast Aluminum Molds for BBF-1, BBF-2 and BBF-4 Bubble Bead Filters located at Diamond Plastics	\$33,560.00
Molds for PG75 filter located at LF Manufacturing Inc., Giddings, TX	\$16,500.00
Misc Inventory parts, PVC, tubing, pumps, filter hulls, bead media etc	\$40,000.00
Misc. hand tools	\$700.00
Total All Assets	\$193,465.00

Exhibit "A"

In re International Filter Solutions, Inc.

Case No. 10-51383

(If known)

SCHEDULE C - PROPERTY CLAIMED AS EXEMPT

Debtor claims the exemptions to which debtor is entitled under:
 (Check one box)

- 11 U.S.C. § 522(b)(2)
 11 U.S.C. § 522(b)(3)

Check if debtor claims a homestead exemption that exceeds
 \$146,450.*

Description of Property	Specify Law Providing Each Exemption	Value of Claimed Exemption	Current Value of Property Without Deducting Exemption
Not Applicable			
<i>* Amount subject to adjustment on 4/1/13 and every three years thereafter with respect to cases commenced on or after the date of adjustment.</i>		\$0.00	\$0.00

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

Check this box if debtor has no creditors holding secured claims to report on this Schedule D

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE AND AN ACCOUNT NUMBER (See Instructions Above.)	CODEBTOR	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
ACCT #: xxx8007		DATE INCURRED: NATURE OF LIEN: Security agreement COLLATERAL: Assets of IFS (Broadway has first lien security ag REMARKS:				\$94,879.12	
Broadway National Bank 1177 NE Loop 410 P.O. Box 171250 San Antonio, TX 78217		VALUE: \$193,465.00					
ACCT #:		DATE INCURRED: NATURE OF LIEN: 2nd lien security agreement COLLATERAL: Assets of IFS (Broadway has first lien security ag REMARKS:				\$74,745.59	
Community Development Loan Fund, Inc 225 West Poplar San Antonio, TX 78212		VALUE: \$193,465.00					

No. continuation sheets attached

Subtotal (Total of this Page) >
Total (Use only on last page) >

\$165,624.71 **\$0.00**

(Report also on
Summary of
Schedules.) (If applicable,
report also on
Statistical
Summary of
Certain Liabilities
and Related
Data.)

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets.)

Domestic Support Obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$11,725* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,775* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,600* for deposits for the purchase, lease or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and Certain Other Debts Owed to Governmental Units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to Maintain the Capital of an Insured Depository Institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

Claims for Death or Personal Injury While Debtor Was Intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

Administrative allowances under 11 U.S.C. Sec. 330

Claims based on services rendered by the trustee, examiner, professional person, or attorney and by any paraprofessional person employed by such person as approved by the court and/or in accordance with 11 U.S.C. §§ 326, 328, 329 and 330.

*Amounts are subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: 3-D Welding & Industrial Supply, Inc. 3016 Highway 123 San Macros, TX 78666		DATE INCURRED: CONSIDERATION: Vendor REMARKS:				\$12.00
ACCT #: xxxxxxxx#x-xxxxxx; xxxxxx; xx7140 AMC Industries P.O. Box 171290 San Antonio, TX 78217		DATE INCURRED: CONSIDERATION: Vendor REMARKS:				\$2,836.69
ACCT #: xxxxxxxx#x xxxxxxxx; xxxx9678 Aquatic Eco Systems 2395 Apopka Blvd. Ste. 100 Apopka, FL 32703		DATE INCURRED: CONSIDERATION: Vendor REMARKS:				\$704.93
ACCT #: AT&T P.O. Box 5001 Carol Stream, IL 60197		DATE INCURRED: CONSIDERATION: Telephone services REMARKS:				\$293.07
ACCT #: Australian Global Services Injection Plastics Mfg Co. P.O. Box 380 Lapaz IN 46537		DATE INCURRED: CONSIDERATION: Vendor REMARKS:				\$403.60
ACCT #: Bead Filters International 5261 Highland Rd., #345 Baton Rouge, LA 70808		DATE INCURRED: CONSIDERATION: royalties due under licensing agreement REMARKS:				\$87,086.93
Subtotal >			\$91,337.22			
Total >						
(Use only on last page of the completed Schedule F.) (Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)						

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
Representing: Bead Filters International		Hanor, Lively & Cernyar PLLC 750 Rittiman Road San Antonio, TX 78209			Notice Only
Representing: Bead Filters International		Ronald F. Malone 3218 Riverwalk Drive Baton Rouge, LA 70820			Notice Only
ACCT #: Bow Tie, Inc. P.O. Box 57900 Los Angeles, CA 90057		DATE INCURRED: CONSIDERATION: Advertising REMARKS:			\$1,470.50
ACCT #: xxxx-xxxx-xxxx-4776 Chase P.O. Box 15298 Wilmington, DE 19850	X	DATE INCURRED: CONSIDERATION: Credit Card REMARKS:			\$34,814.48
ACCT #: xx7847 Diamond Plastics, Inc. 211 West Geneva St. P.O. Box 99 Dunkirk OH 45836		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$14,119.91
ACCT #: Employers Assurance Co. 115 Wild Basin Rd. South, Ste. 200 Austin, TX 78746		DATE INCURRED: CONSIDERATION: worker's comp insurance REMARKS:			\$305.12
Sheet no. <u>1</u> of <u>6</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >		\$50,710.01
			Total >		
			(Use only on last page of the completed Schedule F.)		
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)		

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCT #: Guadalupe County Tax Office P.O. Box 70 (307 W. Court) Seguin, TX 78155	X	DATE INCURRED: CONSIDERATION: Property taxes REMARKS:			\$7,282.27
ACCT #: Guadalupe Valley Electric Cooperative P.O. Box 118 Gonzales, TX 78629		DATE INCURRED: CONSIDERATION: utility REMARKS:			\$188.63
ACCT #: xxxxxxxx# xxxx; x5134 Herren Enterprises 46714 254th Crooks, SD 57020		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$3,275.00
ACCT #: Internal Revenue Service P.O. Box 21126 Philadelphia, PA 19114		DATE INCURRED: CONSIDERATION: Taxes REMARKS:			Notice Only
ACCT #: xx-x4564 Kasco Marine, Inc. 800 Deere Rd. Prescott, WI 54021		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$3,700.32
ACCT #: xx2737 Key Instruments 250 Andrews Rd. Trevose, PA 19053		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$590.68
Sheet no. <u>2</u> of <u>6</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >		\$15,036.90
			Total >		
			(Use only on last page of the completed Schedule F.)		
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)		

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCT #: xxxxxxxx# xxxx; 9694 Koi USA 10292 Bouvias Rd. Anaheim, CA 92804		DATE INCURRED: CONSIDERATION: Advertising REMARKS:			\$890.00
ACCT #: x6046 L.F. Manufacturing, Inc. P.O. Box 578 Giddings, TX 78942		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$16,518.75
ACCT #: xxx2041 MDM, Inc. / Sequence Pumps, Inc. 325 Karen Lane Colorado Springs, CO 80907		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$318.47
ACCT #: xxxxxxxx# xxxxxxxx; xxxx8030 MSC 28551 Laura Court Elkhart, IN 46517		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$118.47
ACCT #: xxx1789 Natvar 19555 E. Arent Ave. City of Industry, CA 91748		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$212.13
ACCT #: xx5250 NDS, Inc. 6228 Reliable Parkway Chicago, IL 60686		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$2,658.15
Sheet no. <u>3</u> of <u>6</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >		\$20,715.97
			Total >		
			(Use only on last page of the completed Schedule F.)		
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)		

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCT #: Nichols, Burton K. 3136 Bolton Rd. Marion, TX 78124	X	DATE INCURRED: CONSIDERATION: Promissory note REMARKS:		X	\$152,152.47
Representing: Nichols, Burton K.		James S. Frost Attorney at Law 113 West Gonzales Seguin, Texas 78155			Notice Only
ACCT #: xxxx-xxxx-xxxx-7272 Office Depot P.O. Box 689020 Des Moines, IA 50368	X	DATE INCURRED: CONSIDERATION: credit card REMARKS:			\$795.95
ACCT #: xxxxxxx# xxxx; x1566 Performance Pro Pumps, Inc. 5976 SE Alexandar St., Ste. F Hillsboro OR 97123		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$1,760.00
ACCT #: xxxxxxx# xxxxxxxx; xxxxxxxx; xxxx Praxair Distribution, Inc. 550 Springfield Rd. San Antonio, TX 78219		DATE INCURRED: CONSIDERATION: Vendor REMARKS: additional invoice# 36081559			\$154.80
ACCT #: x4292 Process Technology 7010 Lindsay Dr. Mentor, OH 44060		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$21,663.70
Sheet no. <u>4</u> of <u>6</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >		\$176,526.92
			Total >		
			(Use only on last page of the completed Schedule F.)		
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)		

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
ACCT #: xxxxxxx# xxxxxxx; xxxxxxx; xxx012 Ryan Herco 3010 North San Fernando Blvd. Burbank, CA 91504		DATE INCURRED: CONSIDERATION: Vendor REMARKS: additional# 6732969; 6736599; 6741005; 6742673				\$9,279.24
ACCT #: Sam D. Milsap, Jr. 10999 IH 10 West, Suite 800 San Antonio, TX 78230	X	DATE INCURRED: CONSIDERATION: Attorney Fees REMARKS:				\$49,548.38
ACCT #: xxx6078 Savard Plumbing Co. Dept. LA 21074 Pasadena, CA 91185		DATE INCURRED: CONSIDERATION: Vendor REMARKS:				\$131.46
ACCT #: Undertoe, LLC 13636 W. IH 10 Marion, TX 78124		DATE INCURRED: CONSIDERATION: Contract/Lessee REMARKS: commercial lease of space				Unknown
ACCT #: United States Attorney Taxpayer Division 601 N.W. Loop 410, Suite 600 San Antonio, TX 78216-5512		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only
ACCT #: United States Attorney General Main Justice Bldg., Rm 5111 10th & Constitution Ave., N.W. Washington, D.C. 20530		DATE INCURRED: CONSIDERATION: Notice Only REMARKS:				Notice Only
Sheet no. <u>5</u> of <u>6</u> continuation sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal >			\$58,959.08
			Total >			
			(Use only on last page of the completed Schedule F.)			
			(Report also on Summary of Schedules and, if applicable, on the Statistical Summary of Certain Liabilities and Related Data.)			

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	AMOUNT OF CLAIM		
			CONTINGENT	UNLIQUIDATED	DISPUTED
ACCT #: Weiss-Rohlig USA, LLC 351 W. Touhy Ave., Suite 100 Des Plaines, IL 60018		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$4,023.50
ACCT #: William B. Kingman, Attorney at Law 4040 Broadway #450 San Antonio, TX 78209		DATE INCURRED: CONSIDERATION: NOTICE REMARKS:			Notice Only
ACCT #: xxxxxxxx# xxxx; xxxxx; xx925A Williams Supply Company P.O. Box 65054 San Antonio, TX 78265		DATE INCURRED: CONSIDERATION: Vendor REMARKS: additional invoice# 37739A; 38384A; 37564A			\$660.32
ACCT #: 2777 Wolverine Electrical Contractors, Inc. 102 Woodcrest San Antonio, TX 78209		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$4,950.00
ACCT #: YRC Inc P.O. Box 111 Akron, OH 44393		DATE INCURRED: CONSIDERATION: Vendor REMARKS:			\$868.98

Sheet no. 6 of 6 continuation sheets attached to
 Schedule of Creditors Holding Unsecured Nonpriority Claims

Subtotal > \$10,502.80

Total > \$423,788.90

(Use only on last page of the completed Schedule F.)
 (Report also on Summary of Schedules and, if applicable, on the
 Statistical Summary of Certain Liabilities and Related Data.)

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by the debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight-year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Christopher L. Mills 425 Sky Forest San Antonio TX 78232	Broadway National Bank 1177 NE Loop 410 P.O. Box 171250 San Antonio, TX 78217
Christopher L. Mills 425 Sky Forest San Antonio TX 78232	Community Development Loan Fund, Inc. 225 West Poplar San Antonio, TX 78212
Christopher L. Mills 425 Sky Forest San Antonio TX 78232	Chase P.O. Box 15298 Wilmington, DE 19850
Christopher L. Mills 425 Sky Forest San Antonio TX 78232	Nichols, Burton K. 3136 Bolton Rd. Marion, TX 78124
Christopher L. Mills 425 Sky Forest San Antonio TX 78232	Office Depot P.O. Box 689020 Des Moines, IA 50368
Christopher L. Mills 425 Sky Forest San Antonio TX 78232	Sam D. Milsap, Jr. 10999 IH 10 West, Suite 800 San Antonio, TX 78230
Undertoe, LLC 13636 W IH-10 Marion, TX 78124	Guadalupe County Tax Office P.O. Box 70 (307 W. Court) Seguin, TX 78155

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser," "Agent," etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

NAME AND MAILING ADDRESS, INCLUDING ZIP CODE, OF OTHER PARTIES TO LEASE OR CONTRACT.	DESCRIPTION OF CONTRACT OR LEASE AND NATURE OF DEBTOR'S INTEREST. STATE WHETHER LEASE IS FOR NONRESIDENTIAL REAL PROPERTY. STATE CONTRACT NUMBER OF ANY GOVERNMENT CONTRACT.
Undertoe, LLC 13636 W. IH 10 Marion, TX 78124	commercial lease of space Contract to be REJECTED

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF A CORPORATION OR PARTNERSHIP

I, the President of the Corporation
named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of
19 sheets, and that they are true and correct to the best of my knowledge, information, and belief.
(Total shown on summary page plus 1.)

Date 4-20-12

Signature

Christopher Mills
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

In re: **International Filter Solutions, Inc.**Case No. 10-51383

(if known)

STATEMENT OF FINANCIAL AFFAIRS

1. Income from employment or operation of business

None

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$21,633.12	Gross income (NET LOSS = <-45,355.83>) earned Jan-Feb of 2010. Corporation was shut down February of 2010.
\$591,161.00	Gross sales (NET LOSS = -\$260,425.00) as listed on 1120 income tax return for 2009 tax period
\$2,425,405.00	Gross sales (NET INCOME = \$404,855.00) as listed on 1120 income tax return for 2008 tax period.

2. Income other than from employment or operation of business

None

State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

3. Payments to creditors*Complete a. or b., as appropriate, and c.*

None

a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850*. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

None

c. All debtors: List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

In re: **International Filter Solutions, Inc.**Case No. 10-51383

(if known)

STATEMENT OF FINANCIAL AFFAIRS*Continuation Sheet No. 1***4. Suits and administrative proceedings, executions, garnishments and attachments**

None

- a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND**CASE NUMBER****Cause No. 08-1791-CV****NATURE OF PROCEEDING****COURT OR AGENCY
AND LOCATION****STATUS OR
DISPOSITION****Christopher Mills and
International Filter Solutions,
Inc.****Plaintiffs Original
Petition; Application
for Declaratory
Judgment & Request
for Disclosure****In the District Court
Guadalupe County,
Texas
25th Judicial District****vs.****Bead Filters International, LLC,
Ronald Malone and Burton K.
Nichols****Civil Action No. SA 09-CA-0105****complaint filed
alleging numerous
causes of actions****United States District
Court
Western District of
Texas
San Antonio Division****Bead Filters International, LLC
and
Ronald F. Malone
vs.
Christopher Mills and
International Filter Solutions,
Inc.**

None

- b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

5. Repossessions, foreclosures and returns

None

- List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

6. Assignments and receiverships

None

- a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None

- b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

7. Gifts

None

- List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

In re: **International Filter Solutions, Inc.**Case No. 10-51383

(if known)

STATEMENT OF FINANCIAL AFFAIRS

*Continuation Sheet No. 2***8. Losses**

None

- List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

9. Payments related to debt counseling or bankruptcy

None

- List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

DATE OF PAYMENT,**NAME OF PAYER IF****AMOUNT OF MONEY OR DESCRIPTION****OTHER THAN DEBTOR****AND VALUE OF PROPERTY**

04/09/2010

\$5,000 (Funds were paid by
Chris Mills' mother)**10. Other transfers**

None

- a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

- b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

11. Closed financial accounts

None

- List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

TYPE OF ACCOUNT, LAST FOUR**DIGITS OF ACCOUNT NUMBER,****AMOUNT AND DATE OF****AND AMOUNT OF FINAL BALANCE****SALE OR CLOSING**

payroll account ending 8067.

Closed on or about

Ending balance est. \$21.33

March 31, 2009.

12. Safe deposit boxes

None

- List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

13. Setoffs

None

- List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

In re: **International Filter Solutions, Inc.**Case No. 10-51383

(if known)

STATEMENT OF FINANCIAL AFFAIRS

*Continuation Sheet No. 3***14. Property held for another person**None

List all property owned by another person that the debtor holds or controls.

15. Prior address of debtorNone

If the debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

16. Spouses and Former SpousesNone

If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

17. Environmental Information

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

In re: **International Filter Solutions, Inc.**Case No. 10-51383

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 4

18. Nature, location and name of business

None

- a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

NAME, ADDRESS, AND LAST FOUR DIGITS OF

SOCIAL-SECURITY OR OTHER INDIVIDUAL

TAXPAYER-I.D. NO. (ITIN) / COMPLETE EIN

International Filter Solutions, Inc.

Tax ID# 14-1966458

NATURE OF BUSINESS

**manufacturing & distribution of
aquatic life support filtration**

BEGINNING AND ENDING

DATES

**created on or about
02/06/2006 to
02/2010**

- None b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

19. Books, records and financial statements

None

- a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

**Jodie Schuh & Associates, PC
3355 Cherry Ridge St. Ste. 209
San Antonio, TX 78230**

DATES SERVICES RENDERED

**prepared 1120 income tax return for 2009 tax
period**

**Cunningham, Schuh & Johnson, P.C.
11122 Wurzbach Rd., Suite 300
San Antonio, TX 78230**

**prepared 1120 income tax return for 2008 tax
period**

None

- b. List all firms or individuals who within two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME AND ADDRESS

Broadway National Bank

DATES SERVICES RENDERED

**financial statement given on or about Jan/Feb
2009**

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

In re: **International Filter Solutions, Inc.**Case No. 10-51383

(if known)

STATEMENT OF FINANCIAL AFFAIRS*Continuation Sheet No. 5*

None

- c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
Christopher Mills	

None

- d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

20. Inventories

None

- a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

- None b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

21. Current Partners, Officers, Directors and Shareholders

None

- a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None

- b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
Christopher Mills 425 Skyforest Drive San Antonio TX 78232	President	100%

22. Former partners, officers, directors and shareholders

None

- a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

None

- b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

23. Withdrawals from a partnership or distributions by a corporation

None

- If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

24. Tax Consolidation Group

None

- If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

In re: International Filter Solutions, Inc.

Case No. 10-51383

(if known)

STATEMENT OF FINANCIAL AFFAIRS

Continuation Sheet No. 6

25. Pension Funds

None

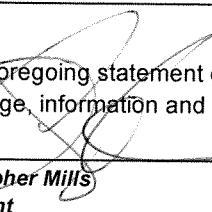
If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

[If completed on behalf of a partnership or corporation]

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date 4-20-10

Signature


Christopher Mills
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.
18 U.S.C. §§ 152 and 3571*

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION

IN RE: International Filter Solutions, Inc.

CASE NO 10-51383

CHAPTER 7

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above-named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept: \$5,000.00

Prior to the filing of this statement I have received: \$5,000.00

Balance Due: \$0.00

2. The source of the compensation paid to me was:

Debtor Other (specify)

Joy Mills, Christopher's Mills mother, paid for the fees to file this bankruptcy case.

3. The source of compensation to be paid to me is:

Debtor Other (specify)

4. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with another person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation, is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
b. Preparation and filing of any petition, schedules, statements of affairs and plan which may be required;
c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;

6. By agreement with the debtor(s), the above-disclosed fee does not include the following services:

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

04/20/10

Date

Bar No. 00791226

Chance M. McGhee
Davis Law Firm
909 N.E. Loop 410, Ste. 100
San Antonio, Texas 78209
Phone: (210) 826-7557 / Fax: (210) 870-1539

Christopher Mills
President